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15 *Attorneys for Plaintiff*
16 SUSAN SIMON and the putative class

17
18 **UNITED STATES DISTRICT COURT**
19
20 **NORTHERN DISTRICT OF CALIFORNIA**
21
22 **SAN FRANCISCO DIVISION**

23 SUSAN SIMON, individually, on behalf of
24 herself and all others similarly situated,

25 Plaintiffs,

26 v.

27 ADZILLA, INC.; CONDUCTIVE
28 CORPORATION; CONTINENTAL VISINET
BROADBAND, INC.; CORE
COMMUNICATIONS, INC. d/b/a CORETEL
COMMUNICATIONS, INC. et al.

Defendants.

Case No.: C09-00879-MMC

**REPLY RE PLAINTIFF'S MOTION FOR
LEAVE TO CONDUCT
JURISDICTIONAL DISCOVERY;
MEMORANDUM IN SUPPORT**

Date: August 28, 2009

Time: 9:00 a.m.

Judge: The Hon. Maxine M. Chesney

1
2 The following relevant jurisdictional facts asserted by Coretel are presently in dispute:

- 3 1. That CoreTel never did business with California; and
4 2. That Adzilla's operations during CoreTel's trial run with Adzilla's product (which
5 intercepted the behavioral and web-surfing activities of internet subscribers) were not
6 based in California.

7 Plaintiff has public information that demonstrates that Adzilla was based in California, and
8 its principal operations took place in California. *See*, Exhibits A & B, attached hereto.¹ What is
9 not known is the location of Adzilla's servers (where the data taken from CoreTel's customers was
10 collected and processed), or the offices from which the processed data was marketed. It is that
11 information for which jurisdictional discovery is required.

12
13 If CoreTel is correct in its assertion that all of its dealings, communications, and
14 interactions with Adzilla took place in and through Adzilla's Canadian office, and Adzilla's
15 servers and marketing operations in Canada, then the principal basis on which plaintiff seeks to
16 assert California jurisdiction over CoreTel would not be sustainable. If, however, Plaintiff can
17 prove that CoreTel's operations with Adzilla were California-based, and CoreTel transmitted
18 plaintiff's personal data to Adzilla's servers in California, then CoreTel actually did do business in
19 California and is therefore subject to jurisdiction in California.
20
21
22

23
24 ¹ Exhibit A is a pdf of the California Secretary Of State's website showing Adzilla (still listed
25 as an active corporation) with its principal place of business at 1000 Marina Blvd Ste 105,
26 Brisbane, California 94005, since 8/16/2007. Exhibit B is an Adzilla press release dated August
27 2, 2007, which states: "Adzilla Inc. is a Delaware corporation has headquarters in the San
Francisco Bay Area. Its subsidiary, Adzilla Canada Inc. operates in Vancouver, British
Columbia."

1 Because the parties are in disagreement over the underlying facts with respect to
2 jurisdiction, jurisdictional discovery is appropriate.

3 Further, by way of refinement, plaintiff does not stand on her demand to seek discovery on
4 all CoreTel internet traffic routed through California. Plaintiff does, however, seek discovery with
5 respect to all internet traffic routed through California in connection with data obtained through
6 the Adzilla device.

7 As stated and briefed in the moving papers, the Court has *broad discretion* to allow
8 jurisdictional discovery. The requested discovery is minimal, reasonable, and the most efficient
9 way to provide the Court and the parties with the information needed to properly assess the
10 propriety of jurisdiction over this defendant in this Court.
11

12
13
14 Dated: July 28, 2009

Alan Himmelfarb
KAMBEREDELSON, LLC

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16 By: s/
17 Attorney for Plaintiff
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Exhibit A



Business Search Corporations

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Corporations

The information displayed here is current as of "JUL 17, 2009" and is updated weekly. It is not a complete or certified record of the Corporation.

Corporation		
ADZILLA, INC.		
Number: C2949875	Date Filed: 8/16/2007	Status: active
Jurisdiction: DELAWARE		
Address		
1000 MARINA BLVD STE 105		
BRISBANE, CA 94005		
Agent for Service of Process		
C T CORPORATION SYSTEM		
818 WEST SEVENTH ST		
LOS ANGELES, CA 90017		

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- For information about certification of corporate records or for additional corporate information, please refer to [Corporate Records](#).
- Blank fields indicate the information is not contained in the computer file.
- If the status of the corporation is "Surrender", the agent for service of process is automatically revoked. Please refer to California Corporations Code [Section 2114](#) for information relating to service upon corporations that have surrendered.

Exhibit B

Business Publications

0 Comments

Adzilla Inc. Secures \$10.25 Million in Series A Funding

Market Wire, August, 2007

Adzilla Inc. is pleased to announce that it has successfully completed a USD \$10.25 million Series A financing from two Silicon Valley venture capital firms, Norwest Venture Partners and Alloy Ventures.

Since its founding in 2004, Adzilla has completed product development and successfully deployed its product with eight (8) internet service providers. The proceeds from the financing will be used to expand its subscriber network, continue its research and development to enhance current products, develop new product offerings, and establish a San Francisco Bay Area office. Adzilla will be looking to increase its staff in technology, product development, media sales, and general operations.

"Norwest Venture Partners is excited to be investing in Adzilla," stated Sergio Monsalve of Norwest Venture Partners. "Adzilla has the potential to revolutionize the world of online advertising by establishing itself as the best platform for action-based behavioral targeting."

"We are excited about having such outstanding partners join Adzilla. This is a critical milestone in the history of Adzilla as we move from a development company to a profitable business," commented Adzilla President John Farlinger. "To date, service providers have been shut out of the \$18 Billion internet advertising market, while continuing to have the best access to consumer behavior. Our turnkey solution will allow them to meaningfully contribute to the advertising targeting process and financially participate in this growing market."

Ammar Hanafi of Alloy Ventures and Sergio Monsalve of Norwest Venture Partners will be joining the Company's Board of Directors.

About Adzilla Inc.

Adzilla Inc. is a Delaware corporation has headquarters in the San Francisco Bay Area. Its subsidiary, Adzilla Canada Inc. operates in Vancouver, British Columbia. Adzilla operates the leading technology platform that enables internet service providers to deliver targeted advertising based on action-based behavioral and demographic information to publisher sites and advertising networks. Adzilla has patent-pending proprietary processes, which are focused on generating advertising revenue for the ISPs using information found in ISP subscriber browsing streams. For more information about Adzilla, please visit www.adzilla.com or (604) 628-4354.

About Norwest Venture Partners

Norwest Venture Partners (NVP) is a global venture capital firm that has actively partnered with

entrepreneurs to build great businesses for more than 45 years. NVP focuses on investments in information technology including: semiconductor and components, systems, software, services and consumer/Internet technologies. The firm currently manages more than \$2.5 billion in venture capital out of its office in Palo Alto, California, USA. NVP has funded over 400 companies since inception, including Extreme Networks, Tivoli, Peoplesoft, and Cerent. NVP has invested in more than 20 cross border companies. Additional information on Norwest Venture Partners is available at www.nvp.com.

About Alloy Ventures

Alloy Ventures is an early-stage venture capital firm with over \$1 billion under management. They have helped start and cultivate more than 200 successful companies in the fields of information technology and life sciences including such leading companies as Amgen, AMCC, Applied Biosystems, Aspect Communications, CV Therapeutics, Favril, IDEC Pharmaceuticals, Nuance, Octel, PMC-Sierra, Red Brick Systems, Remedy and Verity to name a few. For more information, visit www.alloyventures.com.

Contact: Adzilla (604) 628-4354